Natural Cool Holdings Limited

(Incorporated in the Republic of Singapore)
Company Registration No. 200509967G

IMPORTANT NOTICE TO SHAREHOLDERS REGARDING THE COMPANY'S ANNUAL GENERAL MEETING ON 28 APRIL 2021

(1) ANNUAL GENERAL MEETING TO BE HELD BY ELECTRONIC MEANS

(2) NO DESPATCH OF PRINTED COPIES OF THE ANNUAL REPORT FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 ("ANNUAL REPORT 2020"), NOTICE OF ANNUAL GENERAL MEETING AND PROXY FORM

(3) ALTERNATIVE ARRANGEMENTS TO PARTICIPATE AT ANNUAL GENERAL MEETING

1. Introduction

The Board of Directors (the "**Board**") of Natural Cool Holdings Limited (the "**Company**" and together with its subsidiaries, the "**Group**") refer to:

(a) the COVID-19 (Temporary Measures) Act 2020 passed by Parliament on 7 April 2020 which enables the Minister for Law by order to prescribe alternative arrangements for listed companies in Singapore to, *inter alia*, conduct general meetings, either wholly or partly, by electronic communication, video conferencing, tele-conferencing or other electronic means;

(b) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the "**Order**") which sets out the alternative arrangements in respect of, *inter alia*, general meetings of companies; and

(c) the joint statement by the Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation issued on 13 April 2020 (and subsequently updated on 27 April 2020, 22 June 2020 and 1 October 2020) which provides guidance on the conduct of general meetings amid the evolving COVID-19 situation during the period from 27 March 2020 to 30 June 2021.

2. Date, time and conduct of Annual General Meeting ("AGM")

The Company wishes to inform shareholders that pursuant to the Order, the AGM will be convened and held by way of electronic means on Wednesday, 28 April 2021 at 9.30 a.m..

3. No Despatch of Printed Copies of the Annual Report 2020, Notice of AGM and Proxy Form

In line with the provisions under the Order, no printed copies of the Annual Report 2020, Notice of AGM and proxy form (collectively, "**Documents**") will be despatched to shareholders.

The Documents are available on SGX website at the URL https://www.sgx.com/securities/company-announcements and is also available on the Company's website at the URL http://investor.natcool.com/latest_news.html.

A shareholder will need an internet browser and PDF reader to view these documents on SGX's and the Company's websites.

Shareholders are advised to read the Notice of AGM carefully in order to decide whether they should vote in favour of or against the ordinary resolutions, or to abstain from voting on the ordinary resolutions, to be tabled at the AGM.

4. No Physical Attendance at AGM

Due to the COVID-19 outbreak in Singapore, shareholders will not be allowed to attend the AGM in person. Instead, alternative arrangements have been put in place to allow shareholders to participate at the AGM by (a) watching the AGM proceedings via "live" webcast, (b) submitting questions in advance of the AGM, and/or (c) appointing the Chairman of the Meeting as proxy to vote on their behalf at the AGM. Please see paragraph 5 below for these alternative arrangements.

5. Alternative Arrangements

Shareholders will need to complete the following steps to be able to observe the AGM proceedings through a "live" webcast, submit questions in advance of the AGM and appoint the Chairman of the Meeting as proxy to vote on their behalf at the AGM.

(a) Pre-registration for "Live" webcast

Shareholders, including CPF and SRS investors, who wish to participate in the AGM via "live" webcast must pre-register by sending the following details: their full name (as per CDP/SRS account records), NRIC/Passport No./Company Registration No., contact number and email address to https://tinyurl.com/natcoolAGM2021webcast, no later than 9.30 a.m. on 25 April 2021, to enable the Company to verify their status as shareholders.

Following the verification, authenticated shareholders will receive an email by 9.30 a.m. on 26 April 2021 which will contain user ID and password details, as well as the link to access the live webcast of the AGM proceedings (the "**Confirmation Email**"). Shareholders who have received the email instructions must not forward the email instructions to other persons who are not shareholders or who are not entitled to attend the AGM.

Shareholders who do not receive the Confirmation Email by 9.30 a.m. on 26 April 2021, but have registered by the 25 April 2021 deadline, should contact our Investor Relations team at +65 6593 1100 before 9.30 a.m. on 27 April 2021 for assistance.

(b) Submission of questions in advance

Shareholders will not be able to ask questions during the "live" webcast, therefore it is important for shareholders to pre-register and submit their questions in advance of the AGM by 9.30 a.m. on 21 April 2021, via email to our Investors Relations at "AGM2021@natcool.com" and provide their full name, NRIC/Passport No./Company Registration No., contact number and email address for verification purposes, failing which, the submission will be treated as invalid.

The Company will endeavour to address these substantial questions relating to the resolutions to be tabled for approval at the AGM, prior to the AGM and post them on the Company's website at http://investor.natcool.com/latest_news.html, and will also be made available on the SGX website at the https://www.sgx.com/securities/company-announcements.

The Company will, within one month after the date of the AGM, publish the minutes of the AGM on SGX's and the Company's websites, and the minutes will include the responses to the questions referred to above.

Shareholders, who will be appointing the Chairman as proxy through the relevant intermediaries under Section 181(1C) of the Companies Act, including CPF and SRS investors, should approach their respective agents, such as CPF Agent Banks and SRS Operators, to submit their questions in relation to any resolution set out in the Notice of AGM prior to the AGM.

(c) *Voting by proxy*

Shareholders (whether individual or corporate) who pre-register to observe and/or listen to the AGM proceedings and wish to vote on the resolutions to be tabled at the AGM must appoint the Chairman of the AGM as their proxy to vote on their behalf at the AGM, in accordance with the instructions on the proxy form.

Where shareholders (whether individual or corporate) appoint the Chairman of the AGM as their proxy, they must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the proxy form, failing which the appointment of the Chairman of the AGM as proxy for that resolution will be treated as invalid.

Shareholders must submit the completed proxy form in the following manner:

(i) if submitted by post, be deposited at the Company's Registered Office at 29 Tai Seng Avenue, #07-01 Natural Cool Lifestyle Hub, Singapore 534119; or

(ii) if submitted electronically, be submitted via email to "AGM2021@natcool.com",

in each case, **by 9.30 a.m. on 25 April 2021.** Any incomplete proxy forms will be rejected by the Company.

Shareholders who wish to submit the proxy form by post or via email must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above. In view of the current COVID-19 situation, members are strongly encouraged to submit completed proxy form electronically via email.

For CPF and SRS investors who wish to appoint the Chairman of the AGM as their proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least seven (7) working days before the AGM.

6. Record and Payment Dates for the First and Final Dividend

Subject to the approval of shareholders for the first and final tax exempt dividend at the AGM, the Share Transfer and Register of Members of Company will be closed at 5:00 p.m. on 7 May 2021 for the purpose of determining the entitlement of the Company's shareholders to a first and final tax exempt (one-tier) dividend of 0.15 Singapore cents per ordinary share for the financial year ended 31 December 2020 (the "**Dividend**"). Duly completed registrable transfers of ordinary shares of the Company received by the Company's Share Registrar, B.A.C.S. Private Limited, at 8 Robinson Road #03-00, ASO Building, Singapore 048544 up to 5:00 p.m. on 7 May 2021 will be registered to determine shareholders' entitlements to the Dividend. Shareholders whose securities accounts with The Central Depository (Pte) Limited are credited with ordinary shares of the Company at 5:00 p.m. on 7 May 2021 will be entitled to the Dividend.

Payment of the Dividend, if approved by the shareholders at the AGM, will be made on 21 May 2021.

The Company would like to thank all shareholders for their patience and co-operation in enabling the Company to hold its AGM with the optimum safe distancing measures amidst the current COVID-19 pandemic.

BY ORDER OF THE BOARD

Tsng Joo Peng
Chief Executive Officer

13 April 2021

About Natural Cool Holdings Limited

Established in 1989 and listed on Catalist (formerly known as SESDAQ) in May 2006, Natural Cool provides installation, maintenance, repair and replacement services for air-conditioning systems to the residential segment, both public and private; and commercial sectors, which includes factories, offices, condominiums, schools and hospitals, in Singapore. In addition, the Group sells air-conditioning components and tools used for the installation and servicing of air-conditioning business.

The Group is also engaged in manufacturing and sale of industrial paints and solvents. principally under the 'Cougar' brand.

In addition, the Group has a food and beverage division which manufactures, distributes and retails cooked dim sum and soya bean beverages in Singapore.

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*This announcement has been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "**Sponsor**"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "**Exchange**") and the Exchange assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this document.*

The contact person for the Sponsor is Ms Lim Hui Ling, 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318, sponsorship@ppcf.com.sg.